

**Open Harvest Cooperative  
Board of Directors Meeting Minutes  
Tuesday, March 5th, 2024  
Microsoft Teams Online Meeting**

<b>Present:</b>	<p><b>Board Directors:</b> Carla Dittman (Chair), Anna Hernoud (Vice Chair), Keith Dubas, Sara Brubacher, Kay Walter, Lynne Ireland  <b>Staff Members:</b> Amy Tabor (GM)  <b>Absent:</b> Carina Olivetti, Jarvis Green  <b>Guests/Member-Owners:</b> none</p>
6:00 pm	<p><b>Welcome, reading of our land acknowledgement:</b> The Board Chair called the meeting to order, welcomed Directors, and Staff. A Director read the Land Acknowledgement.</p>
6:05 pm	<p><b>Reflection/Celebration of Opening</b></p> <p><b>Guest-Owner Reserved Comments:</b> None.</p>
6:25 pm	<p><b>Resignation Notice (Shah Udin)-CONSENSUS</b></p> <p><b>The Board asked for approval of Shah Udin’s resignation. The Board unanimously approved with no concerns.</b></p>
6:30 pm	<p><b>CONSENSUS ITEMS:</b></p> <ol style="list-style-type: none"> <li>1. February Minutes</li> <li>2. March Agenda</li> </ol> <p><b>The Chair asked for approval of the February Minutes and March agenda. The Board unanimously approved with no concerns.</b></p>
6:35 pm	<p><b>General Manager Reports.</b></p> <ol style="list-style-type: none"> <li>1. Relocation Update &amp; Budget</li> <li>2. Board Financial Dashboard</li> <li>3. Ownership Report</li> </ol> <p>The GM presented store opening updates, as well as shared key highlights from the January budget, new member owner numbers, and sales for February.</p>

	<p>1. L1 - Financial Condition (2nd Quarter) - CONSENSUS 2. L3 - Asset Protection - CONSENSUS</p> <p>The GM provided highlights within the L1 report and asserted noncompliance. The GM also shared highlights from the L3 asset protection report.</p> <p><b>The Board Chair asked for approval of the L1 report and the plan for compliance. The Board unanimously approved with no concerns.</b></p> <p><b>The Board Chair asked for approval of the L3 report. The Board unanimously approved with no concerns.</b></p>
7:00 pm	<p><b>Member Redemption Request</b></p> <p><b>The Board Chair asked for approval on the member equity redemption request. The Board unanimously approved with no concerns.</b></p> <p>The Board discussed offering the ability to transfer the share into the name of the beneficiary of the estate.</p> <p><b>The Board chair asked for approval on the investment redemption request. The Board did not approve at this time, and is seeking more information to make a decision at a later date.</b></p>
7:10 pm	<p><b>Annual Review/Audit - Engagement Letter - CONSENSUS</b></p> <p><b>The Board Chair asked to delay this decision until the April meeting. The Board unanimously approved with no concerns.</b></p>
7:15 pm	<p><b>Board Attendance-Policy Change Proposal-CONSENSUS</b></p> <p><b>The Board Chair asked to delay this decision until the April meeting. The Board unanimously approved with no concerns.</b></p>
7:30 pm	<p><b>Board Retreat</b></p> <p>The Board chair proposed the agenda for the Board retreat suggested by Leslie.</p>
7:35 pm	<p><b>GM Review/Contract Committee</b></p> <p>The Board asked for volunteers to form the committee. Carla, Anna, Keith and Jarvis volunteered for the GM Review/Contract Committee.</p>

<b>7:40 pm</b>	<b>Committee Reports.</b>  <b>Board Ops Committee (Sara):</b> The Committee met and discussed the audit/review, as well as the Board attendance review.  <b>Capital Campaign Committee (Kay):</b> The Committee met and discussed the co-op's accomplishments and the deadline for Lincoln Community foundation donations.  <b>Capital Campaign Committee Charter:</b> The Board decided to move this discussion to next month's meeting.
<b>8:00 pm</b>	<b>Board Chair adjourned meeting.</b>